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10 UNITED STATES DISTRICT COURT

11 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

12 WAYMO LLC,

13 Plaintiff,

14 vs.

15 UBER TECHNOLOGIES, INC.;
16 OTTOMOTTO LLC; OTTO TRUCKING
LLC,

17 Defendants.

CASE NO. 3:17-cv-00939-WHA

**PLAINTIFF WAYMO LLC'S
ADMINISTRATIVE MOTION TO FILE
UNDER SEAL PARTIES' SECOND
AMENDED JOINT PROPOSED
PRETRIAL ORDER**

Pursuant to Civil L.R. 7-11 and 79-5, Plaintiff Waymo LLC (“Waymo”) respectfully requests to file under seal portions of the Second Amended Joint Proposed Pretrial Order. Specifically, Waymo requests an order granting leave to file under seal the portions of the documents as listed below:

Document	Portions to Be Filed Under Seal	Designating Party
Second Amended Joint Proposed Pretrial Order	Highlighted Portions	Waymo (green highlights)
Appendix A to Second Amended Joint Proposed Pretrial Order	Entire Document	Waymo; Defendants
Appendix D to Second Amended Joint Proposed Pretrial Order	Highlighted Portions	Waymo (green highlights); Defendants (blue highlights)

I. LEGAL STANDARD

Civil Local Rule 79-5 requires that a party seeking sealing “establish[] that the document, or portions thereof, are privileged, protectable as a trade secret or otherwise entitled to protection under the law” (*i.e.*, is “sealable”). Civil L.R. 79-5(b). The sealing request must also “be narrowly tailored to seek sealing only of sealable material.” *Id.* In the context of non-dispositive motions, materials may be sealed so long as the party seeking sealing makes a “particularized showing” under the “good cause” standard of Federal Rule of Civil Procedure 26(c). *Kamakana v. City & Cnty. of Honolulu*, 447 F.3d 1172, 1180 (9th Cir. 2006) (quoting *Foltz v. State Farm Mutual Auto Insurance Co.*, 331 F.3d 1122, 1135, 1138 (9th Cir. 2003)).

II. THE COURT SHOULD SEAL WAYMO’S CONFIDENTIAL INFORMATION

The Court should seal portions of the Second Amended Joint Proposed Pretrial Order and Appendices A and D as identified by Waymo in the table above. Waymo seeks to file this information under seal because it discloses Waymo’s trade secrets and confidential business information. *See* Declaration of Jonathan Francis (“Francis Decl.”) ¶¶ 3-5. Courts have determined that trade secret information merits sealing. *Music Grp. Macao Commercial Offshore Ltd. v. Foote*, No. 14-cv-03078, 2015 WL 3993147, at *1 (N.D. Cal. June 30, 2015) (quoting *Kamakana*, 447 F.3d at 1179); *see also Brocade Commc’ns Sys., Inc. v. A10 Networks, Inc.*, No. C 10-3428, 2013 WL 211115, at *1, *3

(N.D. Cal. Jan. 17, 2013) (granting request to seal document that “consists entirely of descriptions of Brocade’s trade secrets”). Confidential business information that, if released, may “harm a litigant’s competitive standing” also merits sealing. *See Nixon v. Warner Commc’ns, Inc.*, 435 U.S. 589, 598-99 (1978). Waymo seeks to seal trade secrets that fit squarely within these categories. Francis Decl. ¶¶ 3-5. Waymo maintains this information as a trade secret (*see* Dkt. 25-31) and ensures the information remains secret with strict secrecy and security protocols (*see* Dkt. 25-47; Dkt. 25-49.). *See* Francis Decl. ¶ 4. Waymo has narrowly tailored its requests to only information meriting sealing. *Id.* ¶ 5. In fact, both *Music Group* and *Brocade* found the confidential information at issue in those cases met the heightened “compelling reasons” standard for sealing. *Music Grp.*, 2015 WL 3993147, at *1; *Brocade*, 2013 WL 211115, at *1, *3. The information that Waymo seeks to seal, therefore, also meets this heightened standard. The disclosure of Waymo’s trade secret information would harm Waymo. Francis Decl. ¶ 4. Moreover, the scope of information that Waymo is seeking to seal is consistent with other administrative motions to seal that have already been granted by the Court in this case. (*See, e.g.*, Dkt. 416, 414, 406, 393, 392.) Thus, the Court should grant Waymo’s administrative motion to seal.

III. DEFENDANTS’ CONFIDENTIAL INFORMATION

Waymo only seeks to seal certain portions of Appendices A and D to the Amended Joint Proposed Pretrial Order as identified in the table above because Waymo believes such information is considered confidential or non-public by Defendants. Francis Decl. ¶ 6. Waymo takes no position as to the merits of sealing any of this designated material, and expects Defendants to file a declaration in accordance with the Local Rules.

1 **IV. CONCLUSION**

2 In compliance with Civil Local Rule 79-5(d), redacted and unredacted versions of the
3 above listed documents accompany this Administrative Motion. For the foregoing reasons,
4 Waymo respectfully requests that the Court grant Waymo's Administrative Motion.

5
6 DATED: January 23, 2018

QUINN EMANUEL URQUHART & SULLIVAN,
LLP

7
8 By /s/ Charles Verhoeven

Charles Verhoeven

9 Attorneys for WAYMO LLC
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10 UNITED STATES DISTRICT COURT

11 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

12 WAYMO LLC,

13 Plaintiff,

14 vs.

15 UBER TECHNOLOGIES, INC.;
16 OTTOMOTTO LLC; OTTO TRUCKING
LLC,

17 Defendants.

CASE NO. 3:17-cv-00939-WHA

**DECLARATION OF JONATHAN
FRANCIS IN SUPPORT OF PLAINTIFF
WAYMO LLC'S ADMINISTRATIVE
MOTION TO FILE UNDER SEAL
PARTIES' SECOND AMENDED JOINT
PROPOSED PRETRIAL ORDER**

1 I, Jonathan Francis, declare as follows:

2 1. I am an attorney licensed to practice in the State of California and am admitted to
3 practice before this Court. I am an associate at the law firm Quinn Emanuel Urquhart & Sullivan,
4 LLP, counsel for the Plaintiff Waymo LLC ("Waymo"). I have personal knowledge of the matters set
5 forth in this Declaration, and if called as a witness I would testify competently to those matters.

6 I make this declaration in support of Waymo's Administrative Motion to File Under Seal
7 Portions of Parties' Second Amended Joint Proposed Pretrial Order, filed concurrently herewith
8 (the "Administrative Motion"). The Administrative Motion seeks an order sealing the following
9 materials filed concurrently herewith:

Document	Portions to Be Filed Under Seal	Designating Party
Second Amended Joint Proposed Pretrial Order	Highlighted portions	Waymo (green highlights)
Appendix A to Second Amended Joint Proposed Pretrial Order	Entire Document	Waymo; Defendants
Appendix D to Second Amended Joint Proposed Pretrial Order	Highlighted Portions	Waymo (green highlights); Defendants (blue highlights)

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16 2. Specifically, the green highlighted portions of the Second Amended Joint Proposed
17 Pretrial Order and Appendix D thereto, as well as the entirety of Appendix A to the Second Amended
18 Joint Proposed Pretrial Order, contain or refer to trade secret and/or confidential business information,
19 which Waymo seeks to seal.

20 3. The green highlighted portions of the Second Amended Joint Proposed Pretrial Order,
21 as well as the entirety of Appendix A to the Second Amended Joint Proposed Pretrial Order contain,
22 reference, and/or describe Waymo's trade secrets. The information Waymo seeks to seal includes the
23 confidential design and functionality of Waymo's proprietary autonomous vehicle system, including
24 its LiDAR designs, which Waymo maintains as secret. I understand that these trade secrets are
25 maintained as secret by Waymo (Dkt. 25-47) and that the trade secrets are valuable to Waymo's
26 business (Dkt. 25-31). The public disclosure of this information would give Waymo's competitors
27 access to descriptions of the functionality or features of Waymo's autonomous vehicle system. If such
28 information were made public, I understand that Waymo's competitive standing would be

1 significantly harmed. Appendix A to the Second Amended Joint Proposed Pretrial Order further
 2 contains, references, and/or describes Waymo's highly confidential and sensitive business
 3 information. The information Waymo seeks to seal regards confidential details regarding Waymo's
 4 business and competition. I understand that this confidential business information is maintained by
 5 Waymo as secret. The public disclosure of this information would give Waymo's competitors access
 6 to Waymo's business strategy for its autonomous vehicle system. If such information were made
 7 public, I understand that Waymo's competitive standing would be significantly harmed.

8 4. In addition, the green highlighted portions of Appendix D to the Second Amended
 9 Joint Proposed Pretrial Order contain addresses or other personal information of former Waymo
 10 employees involved in this case, the disclosure of which would cause Waymo and those employees
 11 substantial harm due to the high public profile of this litigation.

12 5. Waymo's request to seal is narrowly tailored to those portions of the Second Amended
 13 Joint Proposed Pretrial Order and Appendices A and D thereto that merit sealing.

14 6. Waymo also seeks to seal certain portions of Appendices A and D to the Second
 15 Amended Joint Proposed Pretrial Order as identified in the table above because Waymo believes such
 16 information is considered confidential or non-public by Defendants.

17
 18 I declare under penalty of perjury under the laws of the State of California and the United
 19 States of America that the foregoing is true and correct, and that this declaration was executed in San
 20 Francisco, California, on January 23, 2018.

21 By /s/ Jonathan Francis

22 Jonathan Francis
 23 Attorneys for WAYMO LLC

SIGNATURE ATTESTATION

24 Pursuant to Local Rule 5-1(i)(3), I attest under penalty of perjury that concurrence in the
 25 filing of this document has been obtained from Jonathan Francis.

26
 27 /s/ Charles K. Verhoeven

28 Charles K. Verhoeven

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UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

WAYMO LLC,

Plaintiff,

vs.

UBER TECHNOLOGIES, INC.;
OTTOMOTTO LLC; OTTO TRUCKING
LLC,

Defendants.

CASE NO. 3:17-cv-00939-WHA

**[PROPOSED] ORDER GRANTING
PLAINTIFF WAYMO LLC'S
ADMINISTRATIVE MOTION TO FILE
UNDER SEAL PARTIES' SECOND
AMENDED JOINT PROPOSED
PRETRIAL ORDER**

1 Plaintiff Waymo LLC (“Waymo”) has filed an Administrative Motion to File Under Seal
 2 Parties’ Second Amended Joint Proposed Pretrial Order (“Administrative Motion”).

3 Having considered the Administrative Motion, and good cause to seal having been shown,
 4 the Court **GRANTS** Waymo’s Administrative Motion and **ORDERS** sealed the documents listed
 5 below:

Document	Portions to Be Filed Under Seal
Second Amended Joint Proposed Pretrial Order	Highlighted Portions
Appendix A to Second Amended Joint Proposed Pretrial Order	Entire Document
Appendix D to Second Amended Joint Proposed Pretrial Order	Highlighted Portions

11
 12 **IT IS SO ORDERED.**

13
 14 Dated: _____, 2018

15 _____
 16 HON. WILLIAM ALSUP
 17 United States Magistrate Judge
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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

WAYMO LLC,
Plaintiff,
vs.
UBER TECHNOLOGIES, INC.;
OTTOMOTTO LLC; OTTO TRUCKING
LLC,
Defendants.

CASE NO. 3:17-cv-00939

**SECOND AMENDED JOINT PROPOSED
PRETRIAL ORDER**

**FILED UNDER SEAL PURSUANT TO
PROTECTIVE ORDER**

Trial Date: February 5, 2018

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1 **SECOND AMENDED JOINT PROPOSED PRETRIAL ORDER**

2 Pursuant to the Court's Guidelines for Trial and Final Pretrial Conference in Civil Jury
3 Cases, the parties submit the following Second Amended Joint Proposed Pretrial Order.

4 **I. CLAIMS AND DEFENSES THAT REMAIN TO BE DECIDED**

5 **A. Waymo's Submission**

6 Two of Waymo's claims for relief remain to be decided. First, Waymo asserts a violation
7 of the Defend Trade Secrets Act, 18 U.S.C. § 1836(b)(1). (FAC Claim 1.) Waymo claims that
8 Uber and Ottomotto improperly acquired, used, or disclosed Waymo-owned information relating
9 to its self driving car technology, including custom LIDAR systems that are used to enable the
10 operation of fully self-driving vehicles. This information comprises one or more of the identified
11 Waymo-owned trade secrets, including Waymo LiDAR designs, and one or more of these
12 Waymo-owned trade secrets are related to a product or service used in, or intended for use in,
13 interstate or foreign commerce. Waymo has taken reasonable measures to keep such information
14 secret and confidential. Waymo has at all times maintained stringent security measures to
15 preserve the secrecy of its trade secrets, and Waymo's trade secret information derives
16 independent economic value from not being generally known to, and not being readily
17 ascertainable through proper means by, another person who could obtain economic value from
18 the disclosure or use of the information. Defendants' misappropriation of Waymo's trade secret
19 information was intentional, knowing, willful, malicious, fraudulent, and oppressive.

20 Second, Waymo asserts a claim of violation of California Uniform Trade Secret Act, Cal.
21 Civ. Code § 3426 *et seq.* (FAC Claim 2.) Waymo claims that Uber and Ottomotto improperly
22 acquired, used, or disclosed Waymo-owned information relating to its self driving car technology,
23 including custom LIDAR systems that are used to enable the operation of fully self-driving
24 vehicles. This information comprises one or more of the identified Waymo-owned trade secrets,
25 including Waymo LiDAR designs, and one or more of these Waymo-owned trade secrets were
26 trade secrets at the time of the misappropriation. Waymo has undertaken efforts that are
27 reasonable under the circumstances to maintain the secrecy of the trade secrets at issue.
28 Defendants knew or should have known under the circumstances that the information

misappropriated by Defendants were trade secrets. Defendants misappropriated and threaten to further misappropriate trade secrets at least by acquiring trade secrets with knowledge of or reason to know that the trade secrets were acquired by improper means, and Defendants are using and threatening to use the trade secrets acquired by improper means without Waymo's knowledge or consent. The aforementioned acts of Defendants were willful, malicious and fraudulent.¹ As detailed in Waymo's recent Offer of Proof (Dkt 2466-3), Defendants have systemically attempted and continue to attempt to conceal their misappropriation of Waymo's trade secrets.

Pursuant to this Court's Order (Dkt. 563), on August 1, Waymo elected nine trade secrets it would present at trial. They are described in Waymo's trade secret list, provided before discovery began in this matter (Dkt. 25-7), including:

a. Waymo's Trade Secret No. 2 is

[REDACTED]

b. Waymo's Trade Secret No. 7 is

[REDACTED]

c. Waymo's Trade Secret No. 9 is

[REDACTED]

¹ No other Waymo claims currently remain for trial. Waymo's patent infringement claims (FAC 3, 4, 5, 6) were dismissed by stipulation. (Dkt. 449, 1550.) Waymo's unfair competition claim (FAC 7) was dismissed by order of the Court. (Dkt. 576.) Otto Trucking was dismissed as a defendant in this case. (Dkt. 2151.)

² As described with more particularity in Dkt. 335-4.

d. Waymo's Trade Secret No. 13 is

e. Waymo's Trade Secret No. 14 is

f. Waymo's Trade Secret No. 25 is

g. Waymo's Trade Secret No. 90 is

h. Waymo's Trade Secret No. 111 is

Waymo reserves the right to pursue additional trade secrets, including based upon information discovered as a result of Defendants' late disclosure of the Stroz due diligence report and associated documents. (Dkt. 2129 (holding in abeyance Waymo's motion for leave to add trade secret claims).)³

³ This Court granted Defendants' motion for summary judgment with respect to Trade Secret No. 96. (Dkt. 2151.)

B. Uber's Submission

Uber Technologies, Inc., and Ottomotto LLC (together, "Uber") deny Waymo's claims. Uber independently developed all of the technology and know-how it uses, and thus has a complete defense to Waymo's claims. In addition, the alleged trade secrets are not protectable trade secrets under either the DTSA or CUTSA. Waymo has not taken reasonable measures to protect the alleged trade secrets, and they do not derive independent economic value from not being generally known or readily ascertainable. Uber has not misappropriated any of the alleged trade secrets. Uber did not acquire the alleged trade secrets by improper means.

Significantly, Waymo did not plead a claim based on "disclosure" of the alleged trade secrets and should not be permitted to advance such a claim at trial. Waymo likewise never pleaded theories of liability based on ratification or agency, or any theory of vicarious liability. For example, Waymo never pled that MoFo or Stroz "used" or "disclosed" the alleged trade secrets, or that Uber improperly "disclosed" trade secrets to vendors. Even now, Waymo has never disclosed a theory of damages stemming from the alleged disclosures by Uber to its vendors or from any alleged use or disclosure by MoFo or Stroz. Waymo should not be permitted to argue such unpled theories at trial. Moreover, even if such claims had been pled, Uber denies that it is vicariously liable for any misappropriation by any other person or entity, or liable under principles of agency or ratification under trade secret law.

Even if Uber is found to have misappropriated Waymo trade secrets (which it has not), Waymo has not suffered any damages as a result of Uber's conduct. Neither Uber nor Waymo has commercialized their autonomous vehicle technologies. For that reason, Waymo admits that it has not lost any profits. For the same reason, Uber has not gained any profits, and thus cannot have been unjustly enriched. Indeed, the Uber technologies that Waymo claims constitute trade secret misappropriation have never even been commercially deployed on a vehicle. There is zero revenue associated with any of that technology. Moreover, Waymo's alleged damages are speculative and based on unreliable expert testimony and thus not recoverable. In addition, even if Waymo were able to show that any trade secrets had been misappropriated, it would be fully protected by the injunction it seeks, and a damage award would be nothing more than a windfall.

Waymo is not entitled to present any reasonable royalty evidence to the jury because a reasonable royalty, if any, should be determined by the Court. Waymo's decision not to include its damages theories—much less the required computation of damages—in its initial disclosures also precludes it from offering any evidence of damages.

Alternatively, if the Court permits Waymo to pursue damages, then Waymo should not be entitled to injunctive relief. Any injury to Waymo is not immediate or irreparable, Waymo has an adequate remedy at law, and both the balance of hardships and the public interest favor no injunction. Moreover, the monetary relief Waymo seeks, if granted, would preclude the grant of any injunction (and likewise, as explained above, the injunctive relief Waymo seeks, if granted, would preclude any damages). In no circumstances should Waymo be permitted to seek a windfall award of (supposed future) damages while also enjoining the conduct alleged to cause those future damages.

Uber also notes that Waymo may not bring any claim under DTSA for acts of misappropriation that occurred before DTSA's enactment on May 11, 2016. As a result, Waymo's theories of liability based on acquisition—all of which relate to events before May 2016—cannot proceed under DTSA.

Uber makes the following statement about each alleged trade secret ("ATS"):

Uber denies that it misappropriated ATS 2, and specifically denies that it has unlawfully acquired or used ATS 2.⁴ Uber independently developed the designs that Waymo accuses of using ATS 2. ATS 2 is not a trade secret, including because Waymo has not taken reasonable measures to keep ATS 2 secret and because ATS 2 does not derive independent economic value from not being generally known or ascertainable by the public or others who could make economic use of it. To the contrary, ATS 2 is readily ascertainable through proper means. No

⁴ Uber disagrees that Waymo is entitled to trial of its claims to the extent they are predicated on disclosure of the alleged trade secrets or to trial of its theories of liability to the extent they are predicated on ratification or agency, because Waymo did not plead those issues in its Amended Complaint. *See generally* Dkt. 23. Out an abundance of caution, however, Uber also denies that it unlawfully disclosed ATS 2, or any other alleged trade secret, and denies that it unlawfully acquired, used or disclosed ATS 2, or any other alleged trade secret, by ratification or through its agents.

1 remedy is proper, because (i) Uber did not misappropriate ATS 2; (ii) Uber has implemented a
2 design-around that even more clearly avoids use of ATS 2; (iii) Uber has not been unjustly
3 enriched; (iv) no reasonable royalty is appropriate; and (v) Waymo cannot meet the prerequisites
4 for injunctive relief.

5 Uber denies that it misappropriated ATS 7, and specifically denies that it has unlawfully
6 acquired or used ATS 7.⁵ Uber independently developed the designs that Waymo accuses of
7 using ATS 7. ATS 7 is not a trade secret, including because Waymo has not taken reasonable
8 measures to keep ATS 7 secret and because ATS 7 does not derive independent economic value
9 from not being generally known or ascertainable by the public or others who could make
10 economic use of it. To the contrary, ATS 7 is generally known or readily ascertainable through
11 proper means. No remedy is proper, because (i) Uber did not misappropriate ATS 7; (ii) Uber has
12 implemented a design-around that avoids use of ATS 7; (iii) Uber has not been unjustly enriched;
13 (iv) no reasonable royalty is appropriate; and (v) Waymo cannot meet the prerequisites for
14 injunctive relief.

15 Uber denies that it misappropriated ATS 9, and specifically denies that it has unlawfully
16 acquired or used ATS 9.⁶ Uber independently developed the designs that Waymo accuses of
17 using ATS 9. ATS 9 is not a trade secret, including because Waymo has not taken reasonable
18 measures to keep ATS 9 secret and because ATS 9 does not derive independent economic value
19 from not being generally known or ascertainable by the public or others who could make
20 economic use of it. To the contrary, ATS 9 is generally known or readily ascertainable through
21 proper means. No remedy is proper, because (i) Uber did not misappropriate ATS 9; (ii) Uber has
22 contracted a third-party firm to independently develop a substitute for the component alleged to
23 use ATS 9; (iii) Uber has not been unjustly enriched; (iv) no reasonable royalty is appropriate;
24 and (v) Waymo cannot meet the prerequisites for injunctive relief.

25
26 ⁵ See note 4 *supra*.

27 ⁶ See note 4 *supra*.

1 Uber denies that it misappropriated ATS 13, and specifically denies that it has unlawfully
2 acquired or used ATS 13.⁷ Uber independently developed the designs that Waymo accuses of
3 using ATS 13. ATS 13 is not a trade secret, including because Waymo has not taken reasonable
4 measures to keep ATS 13 secret and because ATS 13 does not derive independent economic
5 value from not being generally known or ascertainable by the public or others who could make
6 economic use of it. To the contrary, ATS 13 is generally known or readily ascertainable through
7 proper means. No remedy is proper, because (i) Uber did not misappropriate ATS 13; (ii) Uber is
8 implementing a design-around that avoids use of ATS 13; (iii) Uber has not been unjustly
9 enriched; (iv) no reasonable royalty is appropriate; and (v) Waymo cannot meet the prerequisites
10 for injunctive relief.

11 Uber denies that it misappropriated ATS 14, and specifically denies that it has unlawfully
12 acquired or used ATS 14.⁸ Uber independently developed the designs that Waymo accuses of
13 using ATS 14. Moreover, ATS 14 is not a trade secret, including because Waymo has not taken
14 reasonable measures to keep ATS 14 secret and because ATS 14 does not derive independent
15 economic value from not being generally known or ascertainable by the public or others who
16 could make economic use of it. To the contrary, ATS 14 is generally known or readily
17 ascertainable through proper means. No remedy is proper, because (i) Uber did not
18 misappropriate ATS 14; (ii) Uber is implementing a design-around that even more clearly avoids
19 use of ATS 14; (iii) Uber has not been unjustly enriched; (iv) no reasonable royalty is
20 appropriate; and (v) Waymo cannot meet the prerequisites for injunctive relief.

21 Uber denies that it misappropriated ATS 25, and specifically denies that it has unlawfully
22 acquired or used ATS 25.⁹ Uber independently developed its own test scenarios and LiDAR
23 requirements. Moreover, ATS 25 is not identified with adequate specificity to qualify as a trade
24 secret. No remedy is proper, because (i) Uber did not misappropriate ATS 25; (ii) Uber has never

25 ⁷ See note 4 *supra*.

26 ⁸ See note 4 *supra*.

27 ⁹ See note 4 *supra*.

1 acquired or used ATS 25; (iii) Uber has not been unjustly enriched; (iv) no reasonable royalty is
 2 appropriate; and (v) Waymo cannot meet the prerequisites for injunctive relief.

3 Uber denies that it misappropriated ATS 90, and specifically denies that it has unlawfully
 4 acquired or used ATS 90.¹⁰ Uber independently developed the designs that Waymo accuses of
 5 using ATS 90. Moreover, ATS 90 is not a trade secret, including because Waymo has not taken
 6 reasonable measures to keep ATS 90 secret and because ATS 90 does not derive independent
 7 economic value from not being generally known or ascertainable by the public or others who
 8 could make economic use of it. To the contrary, ATS 90 is generally known or readily
 9 ascertainable through proper means. Uber also argues that ATS 90 is not identified with adequate
 10 specificity to qualify as a trade secret. No remedy is proper, because (i) Uber did not
 11 misappropriate ATS 90; (ii) Uber has not been unjustly enriched; (iii) no reasonable royalty is
 12 appropriate; and (iv) Waymo cannot meet the prerequisites for injunctive relief.

13 Uber denies that it misappropriated ATS 111, and specifically denies that it has
 14 unlawfully acquired or used ATS 111.¹¹ Uber independently decided not to develop a system of
 15 the sort referenced in ATS 111. Moreover, ATS 111 is not a trade secret, including because
 16 Waymo has not taken reasonable measures to keep ATS 111 secret and because ATS 111 does
 17 not derive independent economic value from not being generally known or ascertainable by the
 18 public or others who could make economic use of it. No remedy is proper, because (i) Uber did
 19 not misappropriate ATS 111; (ii) Uber has never acquired or used ATS 111; (iii) Uber has not
 20 been unjustly enriched; (iv) no reasonable royalty is appropriate; and (v) Waymo cannot meet the
 21 prerequisites for injunctive relief.

22 **II. RELIEF SOUGHT**

23 **A. Waymo's Submission**

24 Waymo seeks the following relief:

26 ¹⁰ See note 4 *supra*.

27 ¹¹ See note 4 *supra*.

1 1. That the Court award judgment in Waymo's favor and against Defendants on all
2 causes of action.

3 2. That the Court award Waymo damages in an amount to be further proven at trial.

4 3. That the Court permanently enjoin Uber, Ottomotto LLC, and/or Otto Trucking
5 LLC, its agents, servants, employees, attorneys, and all others in active concert or participation
6 with the Defendants, from misappropriating Waymo's trade secrets.

7 4. That the Court award Waymo exemplary damages.

8 5. That the Court award Waymo attorneys' fees and costs.

9 6. That the Court award Waymo such other and further relief as this Court may deem
10 to be just and proper.

11 **B. Uber's Submission**

12 1. Judgment in favor of Uber and Ottomotto and against Waymo on all claims.

13 2. Judgment that Waymo shall recover nothing from Uber or Ottomotto;

14 3. Judgment that no injunction shall run against Uber or Ottomotto;

15 4. Judgment dismissing Waymo's claims against Uber and Ottomotto with prejudice;

16 5. An award of attorneys' fees under Cal. Civ. Code § 3426.4 or
17 18 U.S.C. § 1836(b)(3)(D);

18 6. An award of costs under Cal. Civ. Code § 3426.4 and 18 U.S.C. § 1920;

19 7. An award of damages for wrongful enjoinder, and execution of Waymo's
20 preliminary injunction bond; and

21 8. Such other and further relief to Uber and Ottomotto as the Court may deem just
22 and proper.

23 **III. STIPULATED FACTS**

24 The parties jointly stipulate as follows:

25 1. Plaintiff Waymo LLC is a subsidiary of Alphabet Inc. with its principal place of
26 business located in Mountain View, California 94043.

27 2. Defendant Uber Technologies, Inc. is a Delaware company with its principal place
28 of business at 1455 Market Street, San Francisco, California.

3. Defendant Ottomotto LLC (f/k/a 280 Systems Inc.) is a Delaware limited liability company with its principal place of business located at 737 Harrison Street, San Francisco, California.

4. Anthony Levandowski is a former employee of Google who worked on its self-driving car program.

5. Anthony Levandowski was Uber's Vice President of Engineering for approximately nine months and was in charge of Uber's self-driving vehicle program during that time.

6. Anthony Levandowski was CEO and a founder of Ottomotto LLC.

7. Levandowski left Waymo on January 27, 2016.

8. As of August 2016, Uber had not deployed a LiDAR that was designed in-house.

9. Uber fired Anthony Levandowski on May 26, 2017.

IV. FACTUAL ISSUES THAT REMAIN TO BE TRIED

The parties continue to dispute the following issues. Where fewer than all parties agree that a factual issues remains to be tried, the propounding party is indicated in brackets.

Waymo's Reasonable Measures to Keep Its Alleged Trade Secrets Secret:

1. Whether Waymo takes reasonable measures to protect its trade secrets.

Waymo's Alleged Trade Secrets Are Not Generally Known or Readily Ascertainable:

2. Whether any of Waymo's asserted trade secrets are generally known in the relevant field, or are readily ascertainable.

3. Whether any of Waymo's asserted trade secrets derive independent economic value from their secrecy.

Misappropriation of Waymo's Alleged Trade Secrets:

4. Whether Uber or Ottomotto misappropriated any of the alleged trade secrets by improperly acquiring, then¹² disclosing¹³ or using any of the alleged trade secrets in violation of the DTSA or CUTSA.

¹² [Waymo] Waymo disagrees that it must show both improper acquisition and either disclosure or use in order to prove its claim for trade secret misappropriation. Although the
(Footnote continues on next page.)

a. [Uber] Whether Uber intended to secure dominion over any of the alleged trade secrets, as opposed to passively or inadvertently coming into possession of any alleged trade secret.

5. Whether Uber or Ottomotto acquired any of the alleged trade secrets while knowing or having reason to know that Uber or Ottomotto, or the person from whom Uber or Ottomotto acquired the alleged trade secret, used improper means to acquire it.

6. Whether any of the attendant circumstances required for misappropriation by use existed, including, at the time of any use:

a. Whether Uber or Ottomotto acquired knowledge of an alleged trade secret by improper means;

b. Whether Uber or Ottomotto knew or had reason to know that its knowledge of an alleged trade secret came from or through a person who had acquired the alleged trade secret through improper means; or

c. Whether Uber or Ottomotto knew or had reason to know that its knowledge of an alleged trade secret came from or through a person who had a duty to keep secret the alleged trade secret.

7. Whether Uber or Ottomotto used any of the alleged trade secrets under circumstances that constitute misappropriation by use.

8. Whether Uber or Ottomotto independently developed any of the designs or know-how accused of using the alleged trade secrets.

9. Whether any misappropriation of the alleged trade secrets is ongoing.

(Footnote continued from previous page.)

Court's penultimate tentative jury instructions include an instruction requiring such a showing to support Waymo's recovery of unjust enrichment damages (Waymo will object to that instruction in its January 29, 2018 jury instruction submission), Waymo can prove its claim for trade secret misappropriation by showing that Defendants improperly acquired one or more Waymo trade secrets, irrespective of any use or disclosure. A jury finding of misappropriation based solely on Defendants' improper acquisition is sufficient for the Court to enter permanent injunctive relief.

¹³ [Uber] Uber and Ottomotto disagree that Waymo is entitled to trial on a disclosure theory. *See* note 4 *supra*.

Joint and Several/Vicarious Liability

10. [Waymo] Whether Uber and/or Ottomotto are liable for trade secret misappropriation based on the actions of Anthony Levandowski, Stroz Friedberg, and/or Morrison & Foerster.

Willful and Malicious Trade Secret Misappropriation

11. Whether any misappropriation of Waymo's trade secrets by Uber or Ottomotto was willful and malicious.

Damages

12. Whether Uber or Ottomotto was unjustly enriched by any misappropriation of the alleged trade secrets by Uber or Ottomotto, and if so, the amount of that unjust enrichment.

13. [Waymo] What amount of damages for a reasonable royalty Waymo is entitled to as a result of any misappropriation of Waymo's trade secrets by Uber or Ottomotto.

14. [Waymo] To the extent any misappropriation of Waymo's trade secrets by Uber or Ottomotto was willful and malicious, the amount of exemplary damages that should be awarded.

Affirmative Defenses

15. [Uber] Whether Waymo made any claim of misappropriation of any of its alleged trade secrets in bad faith.

Issues to be Tried to the Court

16. [Uber] Should the jury find misappropriation and that it was willful and malicious, the Court will decide whether to award exemplary damages and, if so, what amount.

17. [Uber] Because Waymo has not timely or properly disclosed percipient witnesses to testify regarding its damages, and because this Court has stricken Waymo's damages expert, there is no basis for a jury to award damages in this case. Further, Waymo has failed to proffer sufficient evidence upon which objective, non-speculative, and properly-apportioned damages could be awarded. *See, e.g., Oracle Corp. v. SAP AG*, 765 F.3d 1081, 1089, 1093 (9th Cir. 2014).

18. [Waymo] Waymo disagrees with Uber's position. In its order excluding Michael Wagner, the Court expressly said that Waymo would be allowed to present damages evidence to the jury and argue its damages case in closing. (Dkt. 2166.) And when Uber raised this issue at the November 14, 2017 hearing, the Court again confirmed that Waymo will be allowed to introduce damages evidence. (11/14/17 Hr'g Tr. at 85-89.) Waymo has good cause to add a limited number of witnesses to its witness list in light of the Court's exclusion of Waymo's damages expert, Michael Wagner. Waymo submitted a précis on this subject on November 26, 2017 (Dkt. 2270), which the Court granted on November 27. (Dkt. 2274.) Waymo subsequently submitted its motion to supplement its trial witness list on November 29 and is currently awaiting the Court's ruling. Waymo is also meeting and conferring with Uber regarding the authenticity and admissibility of certain exhibits it plans to admit through an Uber Custodian of Records.

19. [Uber] Whether Waymo is entitled to a reasonable royalty for any misappropriation of the alleged trade secrets, and if so, the amount of that royalty.

20. [Uber] The amount of any of reasonable attorney's fees awarded to any party.

21. Whether Waymo would be irreparably harmed absent an injunction.

22. Whether Waymo has an adequate remedy at law.

23. Whether the balance of hardships favors granting or denying an injunction.

24. Whether the public interest favors granting or denying an injunction.

V. EXHIBIT AND WITNESS LISTS

The parties attach their Second Amended Joint Exhibit List as Appendix A. Waymo's Fourth Amended Witness List for its case-in-chief witnesses is attached as Appendix B. Defendants' Objections to Waymo's Fourth Amended Witness List is attached as Appendix C. Uber and Ottomotto's Second Amended Witness List for its case-in-chief witnesses is attached as Appendix D. Waymo's Objections to Uber and Ottomotto's Second Amended Witness List is attached as Appendix E.

Waymo reserves the right to amend or supplement the Joint Proposed Pretrial Order and Joint Exhibit List and its Witness List based upon newly produced evidence.

Uber and Ottomotto also reserve the right to amend or supplement the Joint Proposed Pretrial Order and Joint Exhibit List and its Witness List based upon newly produced evidence.

VI. MISCELLANEOUS

1. The parties agree that witnesses may be given a binder or binders containing copies of the exhibits to be used during their examinations, rather than the original exhibits in the courtroom. The examining party shall give the opposing side the opportunity to inspect the exhibit binder before it is handed to the witness to ensure that both sides agree that the binders contain correct copies of the original exhibits. The parties respectfully request the Court's approval to do so.

Dated: January 23, 2018

QUINN EMANUEL URQUHART & SULLIVAN,
LLP

By /s/ Charles K. Verhoeven

Charles K. Verhoeven
Attorneys for WAYMO LLC

Dated: January 23, 2018

MORRISON & FOERSTER LLP

By: /s/ Arturo J. González

ARTURO J. GONZÁLEZ

Attorneys for Defendants
UBER TECHNOLOGIES, INC.
and OTTOMOTTO LLC

ATTESTATION OF E-FILED SIGNATURE

I, Charles K. Verhoeven, am the ECF User whose ID and password are being used to file this Second Amended Joint Pretrial Order. In compliance with General Order 45, X.B., I hereby attest that Arturo J. González concurred in this filing.

Dated: January 23, 2018

/s/ Charles K. Verhoeven
Charles K. Verhoeven

APPENDIX D

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UBER TECHNOLOGIES, INC.
17 and OTTOMOTTO LLC

18 UNITED STATES DISTRICT COURT
19 NORTHERN DISTRICT OF CALIFORNIA
20 SAN FRANCISCO DIVISION

21 WAYMO LLC,
22 Plaintiff,
23 v.
24 UBER TECHNOLOGIES, INC.,
25 OTTOMOTTO LLC; OTTO TRUCKING
26 LLC,
27 Defendants.
28

Case No. 3:17-cv-00939-WHA

**DEFENDANTS UBER
TECHNOLOGIES, INC. AND
OTTOMOTTO LLC'S SECOND
AMENDED FED. R. CIV. P. 26(A)(3)
WITNESS LIST**

Judge: The Honorable William Alsup

Trial Date: February 5, 2018

Defendants Uber Technologies, Inc. and Ottomotto LLC (“Uber”) hereby submit their witness list for trial, pursuant to Fed. R. Civ. P. 26(a)(3) and the Court’s Guidelines for Trial and Final Pretrial Conference in Civil Jury Cases.

Uber identifies the name, contact information, and substance of the testimony of each witness it expects to present or may present at trial, other than solely for impeachment. Pursuant to the Court’s Guidelines, non-cumulative testimony is identified below in italics.

I. LIVE WITNESSES

Uber expects to present live testimony from the following witnesses:

Witness	Contact Information	Substance of Trial Testimony
Boehmke, Scott	[Contact through counsel of record] Uber Technologies, Inc. Advanced Technologies Center 100 32nd St, Pittsburgh, PA 15201	<i>Mr. Boehmke is an engineering manager within Uber’s Advanced Technologies Group, responsible for hardware development and application in the self-driving vehicle project. He was previously a project engineer at Carnegie Mellon where he designed LiDAR and Radar sensors. He may testify regarding design and development of Defendant’s LiDAR, Defendant’s non-misappropriation of Waymo’s trade secrets; inspections pursuant to the Court’s provisional remedy order; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court’s provisional remedy order.</i>
Epstein, Michael	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Epstein is a product manager at Waymo. He is expected to testify regarding Waymo’s decision to enter the Transportation as a Service (“TaaS”) market, estimates and forecasts of the ride-sharing market and Waymo’s share of the ride-sharing market and Waymo’s business and strategic plans (and plans generally) for the ride-sharing market, including projections for revenue generation and profitability and including TaaS, and competition with Uber.</i>


Witness	Contact Information	Substance of Trial Testimony
Faulkner, Kevin	<p>[Contact through counsel of record]</p> <p>Stroz Friedberg 32 Avenue of the Americas, Floor 4 New York, NY 10013 Phone: (212) 981-6540</p>	<p><i>Mr. Faulkner is Managing Director at Stroz Friedberg and is an expert retained by Uber and Ottomotto to testify regarding the forensic examination of Uber-issued devices and data and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order. He will testify regarding the matters disclosed in his expert reports of September 7, 2017, November 17, 2017, and January 19, 2018*.</i></p>
Friedberg, Eric	<p>Stroz Friedberg 32 Avenue of the Americas, Floor 4 New York, NY 10013 Phone: (212) 981-6540</p>	<p><i>Mr. Friedberg is a co-founder of Stroz Friedberg and currently serves as the co-President. He will testify regarding Stroz Friedberg's investigation and due diligence for Uber's potential acquisition of Ottomotto and Otto Trucking, LLC, including with respect to the deletion of the 14,000 downloaded files.</i></p>
Haslim, James	<p>[Contact through counsel of record]</p> <p>Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p><i>Mr. Haslim is a senior engineering manager at Uber, responsible for the technical development of Uber's LiDAR sensors, and previously worked at Tyto. He may testify regarding design and development of Defendants' LiDAR; Defendants' non-misappropriation of Waymo's trade secrets; knowledge of Odin Wave LLC and Tyto LiDAR LLC; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i></p>

Witness	Contact Information	Substance of Trial Testimony
Kalanick, Travis	<p data-bbox="574 218 935 281">[Contact through counsel of record]</p> <p data-bbox="574 327 935 441">Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p data-bbox="1013 218 1533 846"><i>Mr. Kalanick is Uber's co-founder and former Chief Executive Officer. He may testify regarding Defendants' business model and strategy for autonomous vehicles; Defendants' non-misappropriation of Waymo's trade secrets; Uber's decision to acquire Ottomotto; steps taken by Defendants to prevent trade secrets from prior employers coming to Defendants; Defendants' autonomous vehicle program; March 11, 2016 meeting with Anthony Levandowski; knowledge of Waymo's discussions with Defendants regarding a partnership with Defendants in the self-driving vehicle/ride-sharing space; Defendants' employment of Anthony Levandowski; and Defendants' termination of Anthony Levandowski.</i></p>
Krafcik, John	<p data-bbox="574 854 943 968">Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043</p>	<p data-bbox="1013 854 1533 1419"><i>Mr. Krafcik is Waymo's Chief Executive Officer. He is expected to testify regarding development and operation of Waymo's autonomous vehicle program; Anthony Levandowski's departure from Waymo; Waymo's policies surrounding side projects and side businesses; knowledge of Waymo employee involvement in side projects and side businesses, including that of Anthony Levandowski; Waymo's business plans; knowledge of discussions with Defendants regarding a partnership with Defendants in the self-driving vehicle/ride-sharing space; and knowledge of the Project Chauffeur bonus program.</i></p>
Lebby, Michael	<p data-bbox="574 1428 935 1491">[Contact through counsel of record]</p> <div data-bbox="574 1522 902 1627" style="background-color: black; width: 200px; height: 50px; margin: 10px 0;"></div> <p data-bbox="574 1627 867 1661">Email: lebby@usc.edu</p>	<p data-bbox="1013 1428 1533 1608"><i>Dr. Lebby is an expert retained by Uber and Ottomotto to testify regarding non-misappropriation of Waymo's trade secrets. He will testify regarding the matters disclosed in his expert report of September 7, 2017.</i></p>

Witness	Contact Information	Substance of Trial Testimony
McManamon, Paul	[Contact through counsel of record] University of Dayton 300 College Park Fitz Hall Room 580Q Dayton, OH 45469 Phone: (937) 344-3921	<i>Dr. McManamon is an expert retained by Uber and Ottomotto to testify regarding non-misappropriation of Waymo's trade secrets. He will testify regarding the matters disclosed in his expert report of September 7, 2017, and his declaration of April 7, 2017.</i>
Meyhofer, Eric	[Contact through counsel of record] Uber Technologies, Inc. Advanced Technologies Center 100 32nd St Pittsburgh, PA 15201	<i>Mr. Meyhofer is Head of Uber's Advanced Technologies Group. He may testify regarding the design and development of Defendants' LiDAR; Defendants' autonomous vehicle program; Defendants' non-misappropriation of Waymo's trade secrets; Defendants' business model and strategy for autonomous vehicles; Uber's decision to acquire Ottomotto; termination of Anthony Levandowski; confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order; steps taken by Defendants to prevent trade secrets from prior employers of Defendants' employees coming to Defendants; and the use or non-use of ephemeral communications, non-attributable devices, and attorney-client privileged designations within Uber's ATG*.</i>
Nestinger, Stephen	345 Digital Drive Morgan Hill, CA 95037 Phone: (408) 465-2800 Contact through counsel: John V. Picone III, Esq. Hopkins & Carley The Letitia Building 70 South First Street San Jose CA 95113 Phone: (408) 286-9800 Email: jpicone@hopkinscarley.com	<i>Mr. Nestinger is Director of Mechanical Engineering at Velodyne. He is expected to testify regarding the technologies in LiDAR sensors that Velodyne has made or sold, including VLP-16, HDL-32E, HDL64E, Puck Hi-Res, and Puck Lite.</i>

Witness	Contact Information	Substance of Trial Testimony
Page, Larry	Alphabet Inc. 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Page is Google's co-founder and Chief Executive Office of Google's parent company, Alphabet Inc.</i> He is expected to testify regarding development and operation of Waymo's autonomous vehicle program; Anthony Levandowski's departure from Waymo; Waymo's policies surrounding side projects and side businesses; knowledge of Waymo employee involvement in side projects and side businesses, including that of Anthony Levandowski; Waymo's business plans; knowledge of discussions with Defendants regarding a partnership with Defendants in the self-driving vehicle/ride-sharing space; and knowledge of the Project Chauffeur bonus program, and his concerns about competition from Uber and Anthony Levandowski.
Poetzscher, Cam	[Contact through counsel of record] Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103	<i>Mr. Poetzscher is Uber's Vice President of Corporate Development.</i> He may testify regarding Defendants' non-misappropriation of Waymo's trade secrets; business of Otto Trucking LLC; Uber's decision to acquire Ottomotto; Uber's indemnification agreement with Ottomotto; Uber's meetings with Anthony Levandowski, Ottomotto and/or Otto Trucking before April 11, 2016; Stroz due diligence for the Uber/Ottomotto acquisition; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.

Witness	Contact Information	Substance of Trial Testimony
<p>Ron, Lior</p>	<p>[Contact through counsel of record]</p> <p>Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p><i>Mr. Lior is Senior Director at OttoFreight, was a co-founder of Ottomotto, and previously worked at Google. He may testify regarding the nature of employment at Waymo and Defendants; Anthony Levandowski's departure from Waymo; Waymo's policies surrounding side projects and side businesses; knowledge of Waymo employee involvement in side projects and side businesses, including that of Anthony Levandowski; knowledge of the Project Chauffeur bonus program; steps taken by Defendants to prevent trade secrets from prior employers of Defendants' employees coming to Defendants; Defendants' non-misappropriation of Waymo's trade secrets; formation, purpose, and business of Otto Trucking LLC; formation, purpose, and business of Ottomotto; Ottomotto's decision to be acquired by Uber; March 11, 2016 meeting with Anthony Levandowski; Stroz due diligence for the Uber/Ottomotto acquisition; confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order; design and development of Ottomotto's LiDAR; Uber's security group (including SSG, MA, and Threat Operations) as it relates to Uber's ATG*; Uber's competitive intelligence practices*; and the use or non-use of non-attributable devices, ephemeral communications, and attorney-client privileged designations within Uber's ATG*.</i></p>

Witness	Contact Information	Substance of Trial Testimony
Sullivan, Stacy	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Ms. Sullivan is Vice President for People Operations and Chief Culture Officer at Google. She is expected to testify regarding communication with Larry Page regarding Anthony Levandowski, Mr. Levandowski's alleged recruitment of Waymo employees, the Chauffeur bonus plan, friction on the Chauffeur team, a meeting with Anthony Levandowski and Chelsea Bailey after Mr. Levandowski left Google, the competition for talent, investigation (or lack thereof) of personal devices of new Google employees, and Larry Page's concerns about competition from Anthony Levandowski.</i>
Urmson, Chris		<i>Mr. Urmson was Waymo's former Chief Technology Officer. He is expected to testify regarding development and operation of Waymo's autonomous vehicle program; Anthony Levandowski's departure from Waymo; Waymo's employee policies concerning confidential and trade secret information; Waymo's policies surrounding side projects and side businesses; knowledge of Waymo employee involvement in side projects and side businesses, including that of Anthony Levandowski; and knowledge of the Project Chauffeur bonus program.</i>

Witness	Contact Information	Substance of Trial Testimony
Zbrozek, Sasha	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Zbrozek is an electrical hardware engineer on Waymo's, and before that, Google's, self-driving car project. He is expected to testify regarding Waymo's measures to protect the security of Waymo's confidential documents, servers, and SVN repository; Waymo's employee policies concerning confidential and trade secret information; his development of instructions for logging into the SVN repository and the fact that following his instructions downloads the entire database; that the documents in that database are "low value" and that he was concerned that the lawyers were ascribing suspicion to Anthony Levandowski's alleged downloading; and his participation in Waymo's forensic investigation into alleged misappropriation of trade secrets.</i>
Clark, Craig*	Stumphauzer & Sloman One SE Third Avenue Suite 1820 Miami, FL 33131	<i>Craig Clark is a former legal director at Uber who worked with its security team. Mr. Clark is expected to testify about Uber's security group's practices regarding non-attributable devices, ephemeral communications, and attorney-client privileged designations; Uber's competitive intelligence practices; and relationship and interaction with Uber ATG.</i>
Facciola, John*	Georgetown University Law Center 600 New Jersey Avenue NW Washington, DC 20001	<i>John Facciola is a professor of law at Georgetown with substantial experience with and knowledge about data retention who advised Uber on issues related to data retention. He is expected to testify about his involvement in and knowledge of Uber's data retention policies and programs; and knowledge of best practices in data retention.</i>
Oot, Patrick*	Shook, Hardy & Bacon 1155 F Street NW, Suite 200 Washington, DC 20004	<i>Patrick Oot is a partner at Shook Hardy & Bacon with substantial experience with and knowledge about data retention who advised Uber on issues related to data retention. He is expected to testify about his involvement in and knowledge of Uber's data retention policies and programs; and knowledge of best practices in data retention.</i>

Uber may present live testimony from the following witnesses:

Witness	Contact Information	Trial Testimony
Bailey, Chelsea	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Ms. Bailey is a human resources business partner at Google[x]. She is expected to testify regarding Waymo's policies concerning confidential and trade secret information; Waymo employment and compensation issues; and the Project Chauffeur bonus program.</i>
Bares, John	[Contact through counsel of record] Uber Technologies, Inc. Advanced Technologies Center 100 32nd St, Pittsburgh, PA 15201	<i>Mr. Bares is the former Operations Director at Uber's Advanced Technologies Group. He may testify regarding design and development of Defendants' LiDAR; Defendants' autonomous vehicle program; Defendants' non-misappropriation of Waymo's trade secrets; Defendants' business model and strategy for autonomous vehicles; Uber's decision to acquire Ottomotto; steps taken by Defendants to prevent trade secrets from prior employers of Defendants' employees coming to Defendants; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i>
Bratic, Walter	[Contact through counsel of record] OverMont 3737 Buffalo Speedway Suite 1600 Houston, Texas 77098 Phone: (713) 403-3307 Email: walter.bratic@whitleypenn.com	<i>Mr. Bratic is an expert retained by Uber and Ottomotto to testify regarding damages. He will testify regarding the matters disclosed in his expert report of September 7, 2017.</i>

Witness	Contact Information	Trial Testimony
Brin, Sergey	Alphabet Inc. 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Brin is a co-founder of Google and President of Google's parent company, Alphabet Inc. He is expected to testify regarding development and operation of Waymo's autonomous vehicle program; Anthony Levandowski's departure from Waymo; Waymo's policies surrounding side projects and side businesses; and knowledge of Waymo employee involvement in side projects and side businesses, including that of Anthony Levandowski.</i>
Brown, Gary	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Brown is a Forensics Security Engineer at Google. He is expected to testify about Waymo's first awareness of alleged trade secret misappropriation; Waymo's forensic investigation into alleged misappropriation of trade secret misappropriation, including the conclusions drawn from that investigation; and Waymo's measures to protect the security of Waymo's confidential documents, servers, and SVN repository.</i>


Witness	Contact Information	Trial Testimony
Burnette, Don	<p data-bbox="573 218 935 281">[Contact through counsel of record]</p> <p data-bbox="573 331 935 443">Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p data-bbox="1018 218 1528 1031"><i>Mr. Burnette is a technical lead for software at Uber, and previously worked at Google prior to co-founding Otto. He may testify regarding the nature of employment at Waymo and Defendants; Defendants' non-misappropriation of Waymo's trade secrets; formation, purpose, and business of Ottomotto; Ottomotto's decision to be acquired by Defendants; Development and operation of Waymo's autonomous vehicle program; Anthony Levandowski's departure from Waymo; Waymo's policies surrounding side projects and side businesses; knowledge of Waymo employee involvement in side projects and side businesses; knowledge of the Project Chauffeur bonus program; Stroz due diligence for the Uber/Ottomotto acquisition; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i></p>
Chu, Dan	<p data-bbox="573 1043 943 1155">Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043</p>	<p data-bbox="1018 1043 1528 1434"><i>Mr. Chu is Director of Product at Waymo. He is expected to testify regarding estimates and forecasts of the ride-sharing market and Waymo's share of the ride-sharing market and Waymo's business and strategic plans (and plans generally) for the ride-sharing market, including projections for revenue generation and profitability and including Transportation as a Service (TaaS), and the creation of documents that analyzed competition with Uber.</i></p>

Witness	Contact Information	Trial Testimony
Dolgov, Dmitri	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Dolgov is Vice President of Engineering at Waymo. He is expected to testify regarding design, development, and operation of Waymo's LiDAR systems, self-driving car project, and purported trade secrets; Waymo's employee policies concerning confidential and trade secret information; Waymo's policies surrounding side projects and side businesses; knowledge of Waymo employee involvement in side projects and side businesses, including that of Anthony Levandowski; and knowledge of the Project Chauffeur bonus program.</i>
Droz, Pierre-Yves	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Droz is Principal Hardware Engineer at Waymo, serving as technical lead on Waymo's LiDAR project since its inception. He is expected to testify about Waymo's employee policies concerning confidential and trade secret information, including with respect to hardware; the design, development, and operation of Waymo's LiDAR systems, self-driving car project, and purported trade secrets; whether and to what extent the allegedly misappropriated files contain Waymo's alleged trade secrets; Waymo's awareness of the extent to which each of the alleged Waymo trade secrets selected for trial other than trade secret 25, or elements thereof, are known or practiced outside of Waymo; and Waymo's knowledge of Odin Wave.</i>
Fidric, Bernard	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Fidric is a hardware engineer at Waymo. He is expected to testify regarding design, development, and operation of Waymo's LiDAR systems, self-driving car project, and purported trade secrets and Waymo's employee policies concerning confidential and trade secret information.</i>

Witness	Contact Information	Trial Testimony
French, Paul	465 California Street Suite 1400 San Francisco, CA 94104 Phone: 415-321-8206 Email: paul@discovia.com	<i>Mr. French is an expert retained by Waymo to testify regarding: (1) the forensic examination of Uber-issued devices and data and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order and (2) Waymo's forensic investigation of Anthony Levandowski, Radu Raduta, and Sameer Kshirsagar and Waymo's methods to protect its confidential information and intellectual property (including trade secrets). He is expected to testify regarding the matters disclosed in his expert reports of September 14, 2017, November 17, 2017, and January 13, 2018*.</i>
Fulginiti, Mary	c/o Melanie M. Blunschi Latham & Watkins LLP 505 Montgomery Street Suite 2000 San Francisco, California 94111 (415) 391-0600	<i>Ms. Fulginiti was a managing director at Stroz Friedberg. She will testify regarding Stroz Friedberg's investigation and due diligence for Uber's potential acquisition of Ottomotto and Otto Trucking, LLC, including with respect to the deletion of the 14,000 downloaded files.</i>
Gardner, John	c/o Rogers Joseph O'Donnell 311 California Street, 10th Floor San Francisco, CA	<i>Mr. Gardner is an attorney at Donahue Fitzgerald. He is expected to testify regarding representation of Anthony Levandowski; knowledge of Odin Wave LLC, Tyto LiDAR LLC, and Sandstone Group LLC; and Stroz due diligence for the Uber/Ottomotto acquisition.</i>
Gassend, Blaise	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Gassend is a software engineer at Waymo. He is expected to testify regarding design, development, and operation of Waymo's LiDAR systems, self-driving car project, and purported trade secrets and Waymo's employee policies concerning confidential and trade secret information.</i>

Witness	Contact Information	Trial Testimony
Grossman, William	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Grossman is a mechanical engineer at Waymo. He is expected to testify regarding Waymo's knowledge of Defendants' LiDAR design; Waymo's employee policies concerning confidential and trade secret information; and Waymo's receipt of correspondence containing Defendants' LiDAR design.</i>
Gruver, Dan	[Contact through counsel of record] Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103	<i>Mr. Gruver is a senior program manager at Uber, responsible for sensing systems for self-driving vehicle, and was formerly employed by Google. He may testify regarding the design and development of Defendants' LiDAR; Defendants' non-misappropriation of Waymo's trade secrets; nature of employment at Waymo; Waymo's employee policies concerning confidential and trade secret information, including with respect to hardware; knowledge of the Project Chauffeur bonus program; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i>
Gudjunsson, Kristinn	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Gudjunsson is Manager of Digital Forensics and Incident Management at Google. He is expected to testify regarding Waymo's measures to protect the security of Waymo's confidential documents, servers, and SVN repository; Waymo's employee policies concerning confidential and trade secret information; and Waymo's forensic investigation into alleged misappropriation of trade secret misappropriation, including his role in the investigation and the conclusions drawn from that investigation.</i>

Witness	Contact Information	Trial Testimony
Hesselink, Lambertus	Spilker Building, Room 301 Stanford University Stanford, California 94305 Phone: 415-269-7102 Email: Bert@kaos.stanford.edu	<i>Dr. Hesselink is an expert retained by Waymo to testify regarding Defendants' alleged misappropriation of Waymo's trade secrets. He is expected to testify regarding the matters disclosed in his expert reports of August 24, 2017, and September 14, 2017, and his declaration of September 5, 2017.</i>
Holden, Jeff	[Contact through counsel of record] Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103	<i>Mr. Holden is Chief Product Officer at Uber, responsible for product development. He may testify regarding defendants' business model and strategy for autonomous vehicles; Defendants' autonomous vehicle program; Uber's decision to acquire Ottomotto; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i>
Ingram, Ben	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Ingram is a systems engineer at Waymo. He is expected to testify regarding the design, development, and operation of Waymo's LiDAR systems, self-driving car project, and purported trade secrets; Waymo's employee policies concerning confidential and trade secret information; and Waymo's awareness of the extent to which alleged Waymo trade secret 25, or elements thereof, is known or practiced outside of Waymo.</i>
Janosko, Michael	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Janosko is a Security Engineering Manager at Google. He is expected to testify regarding Waymo's measures to protect the security of Waymo's confidential documents, servers, and SVN repository and Waymo's employee policies concerning confidential and trade secret information.</i>


Witness	Contact Information	Trial Testimony
Juelsgaard, Soren	[Contact through counsel of record] Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103	<i>Mr. Juelshaard is a senior engineer at Uber and previously worked at 510 Systems. He may testify regarding Stroz due diligence for the Uber/Ottomotto acquisition; Defendants' non-misappropriation of Waymo's trade secrets; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i>
Kim, Rudy	Morrison & Foerster LLP 755 Page Mill Road Palo Alto, CA 94304 Phone: (650) 813-5600	<i>Mr. Kim is a partner at Morrison & Foerster LLP. He may testify regarding the intellectual property due diligence for the Uber/Ottomotto acquisition and inspection pursuant to the Court's provisional remedy order.</i>
Kintz, Gregory		<i>Mr. Kintz is an expert retained by Waymo to testify regarding Defendants' alleged misappropriation of Waymo's trade secrets. He is expected to testify regarding the matters disclosed in his declarations of March 10, 2017, and April 21, 2017.</i>

Witness	Contact Information	Trial Testimony
<p>1 Levandowski, 2 Anthony</p>	<p>3 Contact through counsel: 4 5 Ismail Ramsey or Miles Ehrlich 6 Ramsey & Ehrlich LLP 7 803 Hearst Avenue 8 Berkeley, CA 94710</p>	<p>9 <i>Mr. Levandowski was former Vice</i> 10 <i>President of Engineering at Uber,</i> 11 <i>co-founder of Ottomotto, and founder</i> 12 <i>of 510 Systems. He was also formerly</i> 13 <i>employed by Waymo. He is expected to</i> 14 <i>testify regarding the nature of his</i> 15 <i>employment at Waymo and</i> 16 <i>Defendants; design and development of</i> 17 <i>Defendants' LiDAR; Defendants'</i> 18 <i>autonomous vehicle program;</i> 19 <i>Defendants' non-misappropriation of</i> 20 <i>Waymo's trade secrets; business of</i> 21 <i>Otto Trucking LLC; knowledge of</i> 22 <i>Odin Wave LLC and Tyto</i> 23 <i>LiDAR LLC; Waymo's employee</i> 24 <i>policies concerning confidential and</i> 25 <i>trade secret information, including with</i> 26 <i>respect to hardware; knowledge of the</i> 27 <i>Project Chauffeur bonus program;</i> 28 <i>March 11, 2016 meeting with Anthony</i> <i>Levandowski; Stroz due diligence for</i> <i>the Uber/Ottomotto acquisition; and</i> <i>Uber's security group (including SSG,</i> <i>MA, and Threat Operations) as it</i> <i>relates to Uber's ATG*; Uber's</i> <i>competitive intelligence practices*; and</i> <i>the use of non-attributable devices,</i> <i>ephemeral communications, and</i> <i>attorney-client privileged designations</i> <i>within Uber's ATG*.</i></p>
<p>19 Linaval, Asheem</p>	<p>20 [Contact through counsel of 21 record] 22 23 Uber Technologies, Inc. 24 1455 Market Street, Floor 4 25 San Francisco, CA 94103</p>	<p>26 <i>Mr. Linaval is an electrical engineer at</i> 27 <i>Uber and previously worked at</i> 28 <i>510 Systems, Google, Odin Wave, and</i> <i>Tyto. He may testify regarding</i> <i>Defendants' autonomous vehicle</i> <i>program and confirmation of the</i> <i>absence of evidence of trade secret</i> <i>misappropriation through and during</i> <i>compliance with the Court's</i> <i>provisional remedy order.</i></p>
<p>24 McCann, William</p>	<p>25 Waymo LLC 26 1600 Amphitheatre Parkway 27 Mountain View, CA 94043</p>	<p>28 <i>Mr. McCann is a mechanical engineer</i> <i>at Waymo. He is expected to testify</i> <i>regarding design, development, and</i> <i>operation of Waymo's LiDAR systems,</i> <i>self-driving car project, and purported</i> <i>trade secrets; and Waymo's employee</i> <i>policies concerning confidential and</i> <i>trade secret information.</i></p>

Witness	Contact Information	Trial Testimony
Medford, Ron	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Medford is Waymo's Director for Safety. He is expected to testify regarding safety assessments, public policy, and regulatory work relating to autonomous vehicles, and involvement in safety-related matters.</i>
Morgan, Rhian	[Contact through counsel of record] Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103	<i>Ms. Rhian is the Team Engagement Coordinator at Uber and was formerly the human resources lead at Ottomotto. She may testify regarding hiring and onboarding process for Uber and Ottomotto, including hiring agreements; steps taken by Defendants to prevent trade secrets from prior employers of Defendants' employees coming to Defendants; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i>
Morriss, Zachary	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Morriss is a mechanical engineer at Waymo and previously worked at Anthony's Robots. He is expected to testify regarding Waymo's employee policies concerning confidential and trade secret information; and the design, development, and operation of Waymo's LiDAR systems, self-driving car project, and purported trade secrets.</i>

Witness	Contact Information	Trial Testimony
<p>1 Padilla, Angela</p> <p>2</p> <p>3</p> <p>4</p> <p>5</p> <p>6</p> <p>7</p> <p>8</p> <p>9</p> <p>10</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p>	<p>[Contact through counsel of record]</p> <p>Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p><i>Ms. Padilla is Associate General Counsel for Litigation and Employment at Uber. She may testify regarding the termination of Anthony Levandowski; Stroz due diligence for the Uber/Ottomotto acquisition; confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order; Anthony Levandowski's claim that he downloaded and retained alleged misappropriated materials to facilitate bonus payment(s) from Waymo; the investigation and her knowledge of allegations in the April 14, 2017 resignation email from Richard Jacobs and May 5, 2017 demand letter from his attorney*; Uber's practices regarding non-attributable devices, competitive intelligence, ephemeral communications, and attorney-client privileged designations*; and involvement in and knowledge of Uber's data retention policies and programs.*</i></p>
<p>15 Palomar, Matthew</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p>	<p>[Contact through counsel of record]</p> <p>Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p><i>Mr. Palomar is a hardware engineer at Uber and was previously an engineer at Tyto. He may testify regarding the design and development of Defendants' LiDAR; Defendants' non-misappropriation of Waymo's trade secrets; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i></p>

Witness	Contact Information	Trial Testimony
Pennecot, Gaetan	<p data-bbox="573 218 935 281">[Contact through counsel of record]</p> <p data-bbox="573 331 935 443">Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p data-bbox="1018 218 1528 779"><i>Mr. Pennecot is a hardware engineer at Uber. He formerly worked as a hardware engineer at 510 Systems and Google. He may testify regarding the design and development of Defendants' LiDAR; Defendants' non-misappropriation of Waymo's trade secrets; nature of employment at Waymo; Waymo's employee policies concerning confidential and trade secret information, including with respect to hardware; knowledge of the Project Chauffeur bonus program; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i></p>
Qi, Nina	<p data-bbox="573 785 935 848">[Contact through counsel of record]</p> <p data-bbox="573 898 935 1010">Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p data-bbox="1018 785 1528 1192"><i>Ms. Qi is the former Senior Manager of Corporate Development at Uber. She may testify regarding defendants' non-misappropriation of Waymo's trade secrets; business of Otto Trucking LLC; Uber's decision to acquire Ottomotto; March 11, 2016 meeting with Anthony Levandowski; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i></p>
Sebern, Colin	<p data-bbox="573 1199 935 1262">[Contact through counsel of record]</p> <p data-bbox="573 1312 935 1423">Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p data-bbox="1018 1199 1528 1577"><i>Mr. Sebern works on vehicle-building and calibration at Uber and previously worked at Ottomotto and Google. He may testify regarding Stroz due diligence for the Uber/Ottomotto acquisition; Defendants' non-misappropriation of Waymo's trade secrets; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i></p>
Stojanowski, Ognen	<p data-bbox="573 1583 935 1646">[Contact through counsel of record]</p> <p data-bbox="573 1696 935 1808">Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p data-bbox="1018 1583 1528 1896"><i>Mr. Stojanowski is Head of Policy and Government Relations at Uber. He may testify regarding knowledge of Odin Wave LLC, Tyto LiDAR LLC, and Sandstone Group LLC, and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i></p>

Witness	Contact Information	Trial Testimony
Suhr, Justin	[Contact through counsel of record] Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103	<i>Mr. Suhr is a Legal Director at Uber, specializing in employment issues. He may testify regarding Stroz due diligence for the Uber/Ottomotto acquisition; Uber's decision to acquire Ottomotto and structure of the acquisition; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i>
Tate, Eric	Morrison & Foerster LLP 425 Market Street San Francisco, CA 94105 Phone: (415) 268-7000	<i>Mr. Tate is a partner at Morrison & Foerster LLP. He may testify regarding the Stroz due diligence for the Uber/Ottomotto acquisition* and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</i>
Thrun, Sebastian	 Contact through counsel: Christopher B. Hockett Davis Polk & Wardwell LLP 1600 El Camino Real Menlo Park, CA 94025 Phone: (650) 752-2009 Email: chris.hockett@davispolk.com	<i>Mr. Thrun is Chief Executive Officer of Kitty Hawk Corporation and formerly head of Waymo and Google[x]. He is expected to testify regarding development and operation of Waymo's autonomous vehicle program; Anthony Levandowski's departure from Waymo; Waymo's employee policies concerning confidential and trade secret information; Waymo's policies surrounding side projects and side businesses; knowledge of Waymo employee involvement in side projects and side businesses, including that of Anthony Levandowski; knowledge of the Project Chauffeur bonus program, and his introduction of Travis Kalanick to Mr. Levandowski.</i>
Ulrich, Drew	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Ulrich is a mechanical engineer at Waymo, and previously work at 510 Systems. He is expected to testify regarding Waymo's employee policies concerning confidential and trade secret information and the design, development, and operation of Waymo's LiDAR systems and self-driving car project.</i>

Witness	Contact Information	Trial Testimony
Wachter, Luke	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Wachter is a software engineer at Waymo and previously worked at 510 Systems. He is expected to testify regarding the design, development, and operation of Waymo's LiDAR systems, self-driving car project, and purported trade secrets and Waymo's employee policies concerning confidential and trade secret information.</i>
Willis, Tim	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Willis is Head of Global Supply at Waymo. He is expected to testify regarding Waymo's supply chain operations and Waymo's employee policies concerning confidential and trade secret information.</i>
Adkins, Heather*	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Heather Adkins is the director of information security and privacy at Google. Ms. Adkins may testify regarding Google and Waymo's use of non-attributable or mis-attributable devices; and Google and Waymo's competitive intelligence gathering and market analysis.</i>
Gicinto, Nick*	[Contact through counsel of record] Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103	<i>Nick Gicinto works in Uber's security group. Mr. Gicinto may testify regarding Uber's security group's practices regarding non-attributable devices, ephemeral communications, and attorney-client privileged designations; Uber's competitive intelligence practices; relationship and interaction with Uber ATG.</i>
Haimovici, Randy*	[Contact through counsel of record] Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103	<i>Randy Haimovici is a director in Uber's litigation department. Mr. Haimovici may testify regarding the investigation and his knowledge of allegations in the April 14, 2017 resignation email from Richard Jacobs and May 5, 2017 demand letter from his attorney; Uber's practices regarding non-attributable devices, competitive intelligence, ephemeral communications, and attorney-client privileged designations; and Uber's data retention policies and programs.</i>

Witness	Contact Information	Trial Testimony
Henley, Mathew*	[Contact through counsel of record] Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103	<i>Mathew Henley works in Uber's security group. Mr. Henley may testify regarding Uber's security group's practices regarding non-attributable devices, ephemeral communications, and attorney-client privileged designations; Uber's competitive intelligence practices; relationship and interaction with Uber ATG.</i>
Jacobs, Richard*	Boersch Shapiro 1611 Telegraph Avenue, Suite 806 Oakland, CA 94612	<i>Richard Jacobs previously worked in Uber's security group. Mr. Jacobs may testify concerning the allegations in his April 14, 2017 resignation email and the May 5, 2017 demand letter from his attorney; security group's practices regarding non-attributable devices, ephemeral communications, and attorney-client privileged designations; Uber's competitive intelligence practices; relationship and interaction with Uber ATG.</i>
Johnston, Scott*	Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Scott Johnston is the Director of Product Management at Google. Mr. Johnston may testify regarding Waymo and Google's use of and policy regarding ephemeral communications, including "off the record" chats in electronic chat programs and apps; and Google and Waymo's policies regarding the retention of electronic communications.</i>
Majalya, Sidney*	[Contact through counsel of record] Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103	<i>Sidney Majalya is a director in Uber's compliance group. Mr. Majalya may testify regarding the investigation and his knowledge of allegations in the April 14, 2017 resignation email from Richard Jacobs and May 5, 2017 demand letter from his attorney; Uber's practices regarding non-attributable devices, competitive intelligence, ephemeral communications, and attorney-client privileged designations.</i>

Witness	Contact Information	Trial Testimony
<p>1 Maher, Kevin*</p> <p>2</p> <p>3</p> <p>4</p> <p>5</p> <p>6</p>	<p>[Contact through counsel of record]</p> <p>Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p><i>Kevin Maher works in Uber's security group. Mr. Maher may testify regarding Uber's security group's practices regarding non-attributable devices, ephemeral communications, and attorney-client privileged designations; Uber's competitive intelligence practices; relationship and interaction with Uber ATG.</i></p>
<p>7 Nocon, Jake*</p> <p>8</p> <p>9</p> <p>10</p> <p>11</p>	<p>[Contact through counsel of record]</p> <p>Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p><i>Jake Nocon works in Uber's security group. Mr. Nocon may testify regarding Uber's security group's practices regarding non-attributable devices, ephemeral communications, and attorney-client privileged designations; Uber's competitive intelligence practices; relationship and interaction with Uber ATG.</i></p>
<p>12 Russo, Edward*</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p>	<p>[Contact through counsel of record]</p> <p>Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p><i>Edward Russo works in Uber's security group. Mr. Russon may testify regarding Uber's security group's practices regarding non-attributable devices, ephemeral communications, and attorney-client privileged designations; Uber's competitive intelligence practices; relationship and interaction with Uber ATG.</i></p>
<p>17 Spiegler, Joe*</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p>	<p>[Contact through counsel of record]</p> <p>Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103</p>	<p><i>Joe Spiegler was previously Uber's Chief Compliance Officer. Mr. Spiegler may testify regarding the investigation and his knowledge of allegations in the April 14, 2017 resignation email from Richard Jacobs and May 5, 2017 demand letter from his attorney; Uber's practices regarding non-attributable devices, competitive intelligence, ephemeral communications, and attorney-client privileged designations.</i></p>
<p>24 Stewart, Shaun*</p> <p>25</p> <p>26</p> <p>27</p> <p>28</p>	<p>Waymo LLC 1600 Amphitheatre Parkway Mountain View, CA 94043</p>	<p><i>Shaun Stewart is Waymo's Director of Operations. Mr. Stewart may testify regarding Google and Waymo's surveillance of competitors.</i></p>

Witness	Contact Information	Trial Testimony
Sullivan, Joe*	Angeli Law Group LLC 121 SW Morrison Street Suite 400 Portland, OR 97204	<i>Joe Sullivan was previously the Chief Security Officer at Uber. Mr. Sullivan may testify regarding Uber's security group's practices regarding non-attributable devices, ephemeral communications, and attorney-client privileged designations; Uber's competitive intelligence practices; relationship and interaction with Uber ATG.</i>
Yoo, Salle*	[Contact through counsel of record] Uber Technologies, Inc. 1455 Market Street, Floor 4 San Francisco, CA 94103	<i>Salle Yoo is the former Chief Legal Officer, General Counsel, and Corporate Secretary for Uber. Ms. Yoo may testify regarding the investigation and her knowledge of allegations in the April 14, 2017 resignation email from Richard Jacobs and May 5, 2017 demand letter from his attorney; Uber's practices regarding non-attributable devices, competitive intelligence, ephemeral communications, and attorney-client privileged designations; Involvement in and knowledge of Uber's data retention policies and programs.</i>

Uber reserves the right to call any witness identified by Waymo. The above descriptions are not intended to cover every possible topic or sub-topic on which these witnesses may testify and are made without prejudice to Uber eliciting other testimony, including without limitation testimony regarding matters addressed during the deposition of a given witness.

II. DEPOSITION TESTIMONY

Uber reserves the right to present the deposition testimony of Waymo's managing agents and 30(b)(6) designees (i.e., Gary Brown, Pierre-Yves Droz, Dmitri Dolgov, Michael Xing, Joanne Chin, David Lawee, Jennifer Haroon, Ben Ingram, Aslan (Shawn) Bananzadeh, Shaun Stewart, Scott Johnston, and Heather Adkins), in addition to or in lieu of their live testimony. Uber also reserves the right to present the deposition testimony of any witnesses listed above to the extent permitted by Federal Rule of Civil Procedure 32.

Uber may present testimony from the following additional witnesses by deposition:

Witness	Contact Information	Trial Testimony
Bares, John	<p>[Contact through counsel of record]</p> <p>Uber Technologies, Inc. Advanced Technologies Center 100 32nd St, Pittsburgh, PA 15201</p>	<p>Mr. Bares is the former Operations Director at Uber's Advanced Technologies Group. Uber may present his deposition testimony regarding design and development of Defendants' LiDAR; Defendants' autonomous vehicle program; Defendants' non-misappropriation of Waymo's trade secrets; Defendants' business model and strategy for autonomous vehicles; Uber's decision to acquire Ottomotto; steps taken by Defendants to prevent trade secrets from prior employers of Defendants' employees coming to Defendants; and confirmation of the absence of evidence of trade secret misappropriation through and during compliance with the Court's provisional remedy order.</p>
Brin, Sergey	<p>Alphabet Inc. 1600 Amphitheatre Parkway Mountain View, CA 94043</p>	<p><i>Mr. Brin is a co-founder of Google and President of Google's parent company, Alphabet Inc.</i> Uber may present his deposition testimony regarding development and operation of Waymo's autonomous vehicle program; Anthony Levandowski's departure from Waymo; Waymo's policies surrounding side projects and side businesses; and knowledge of Waymo employee involvement in side projects and side businesses, including that of Anthony Levandowski.</p>
Drummond, David	<p>Alphabet Inc. 1600 Amphitheatre Parkway Mountain View, CA 94043</p>	<p><i>Mr. Drummond is Senior Vice President of Corporate Development at Alphabet Inc., Google's parent company, and previously served on Uber's board of directors while employed by Alphabet Inc.</i> Uber may present his deposition testimony regarding Waymo's knowledge of Defendants' autonomous vehicle program; knowledge of Waymo's discussions with Defendants regarding a partnership with Defendants in the self-driving vehicle/ride-sharing space.</p>

Witness	Contact Information	Trial Testimony
Page, Larry	Alphabet Inc. 1600 Amphitheatre Parkway Mountain View, CA 94043	<i>Mr. Page is Google's co-founder and Chief Executive Office of Google's parent company, Alphabet Inc.</i> Uber may present his deposition testimony regarding development and operation of Waymo's autonomous vehicle program; Anthony Levandowski's departure from Waymo; Waymo's policies surrounding side projects and side businesses; knowledge of Waymo employee involvement in side projects and side businesses, including that of Anthony Levandowski; Waymo's business plans; knowledge of discussions with Defendants regarding a partnership with Defendants in the self-driving vehicle/ride-sharing space; and knowledge of the Project Chauffeur bonus program, and his concerns about competition from Uber and Anthony Levandowski.

Uber reserves the right to designate testimony from any witness identified by Waymo.

The above descriptions are not intended to cover every possible topic or sub-topic on which Uber may offer deposition excerpts and are made without prejudice to Uber offering other testimony.

Dated: January 19, 2018

MORRISON & FOERSTER LLP

By: /s/ Arturo J. González

ARTURO J. GONZÁLEZ

Attorneys for Defendants
UBER TECHNOLOGIES, INC.
and OTTOMOTTO LLC

* As explained in Defendants' Response to Waymo's Offer of Proof, Defendants object to Waymo offering evidence regarding the allegations made by Richard Jacobs. Defendants only identify the witnesses and trial testimony marked with an asterisk to the extent the Court disagrees and to the extent the topics fall within the subjects the Court permits at trial.